

A regular meeting of the Council of the City of Bedford, Virginia, was held in the Council Hall of the Municipal Building at 7:30 p.m., October 27, 1992.

Members present: Mayor G. Michael Shelton; Councilman Larry D. Brookshier; Councilman Payton M. Otey; Councilman Ronnie C. Rice; Councilman W. D. Tharp; and Vice Mayor James A. Vest.

Members absent: Councilwoman Joanne A. Grahame.

Staff present: City Manager Jack A. Gross; City Attorney W. W. Berry, IV; and Clerk of the Council Teresa W. Hatcher.

Mayor Shelton opened the meeting and led all present in saying the Pledge of Allegiance to the Flag.

Mayor Shelton declared that the minutes of a regular Council meeting held on October 13, 1992, were approved as mailed.

Members of Council stated that they had received positive comments from the public regarding the Go-Kart race held in the downtown area on October 24, 1992.

The Clerk of Council read aloud the following public hearing notice:

NOTICE OF PUBLIC HEARING

On the 27th day of October, 1992, the City Council of the City of Bedford, Virginia, will conduct a public hearing on the proposed issuance of City of Bedford, Virginia, Solid Waste Management General Obligation Bonds, Series of 1992, in the estimated maximum amount of \$3,000,000. The purpose of the proposed bonds is to finance the costs of the closure of the existing City landfill and the opening of a new landfill.

The public hearing will be conducted at 7:30 p.m. in City Council Chambers, Municipal Building, 215 East Main Street, Bedford, Virginia.

A copy of the full text of the proposed ordinance is on file in the office of the Clerk to the Council of the City and may be viewed by interested citizens during business hours of 8:30 a.m. to 5:00 p.m., Monday through Friday.

Teresa W. Hatcher

Clerk to the Council of the

City of Bedford, Virginia

Mayor Shelton opened the public hearing at 7:40 p.m. As there were no comments, the Mayor closed the public hearing at 7:41 p.m.

The Consent Agenda consisted of the following item:

Appointment of the City Manager to serve as Hazardous Materials Coordinator for the City in

accordance with Section 44-146.38 of the Code of Virginia.

Vice Mayor Vest moved that the consent agenda be adopted. The motion was seconded by Councilman Otey, voted upon and carried.

Mr. Barry Thompson, Assistant to the City Manager, gave a brief report regarding the proposed issuance of the City of Bedford Solid Waste Management General Obligations Bonds in the estimated amount of \$3,000,000. Mr. Thompson indicated that the purpose of the proposed bonds is to finance the costs of the closure of the existing City landfill and the opening of a new landfill.

On motion by Councilman Brookshier, seconded by Vice Mayor Vest, voted upon and carried, Council waived the reading of the proposed ordinance authorizing issuance and sale of waste management general obligation bonds.

Vice Mayor Vest moved that the ordinance authorizing issuance and sale of waste management general obligations bonds be adopted. The motion was seconded by Councilman Tharp, voted upon and carried by the following roll call vote:

Councilman Brookshier	aye
Councilwoman Grahame	absent
Councilman Otey	aye
Councilman Rice	aye
Councilman Tharp	aye
Vice Mayor Vest	aye
Mayor Shelton	aye

The ordinance follows as adopted:

**ORDINANCE AUTHORIZING THE ISSUANCE AND SALE OF WASTE
MANAGEMENT GENERAL OBLIGATION BONDS, SERIES OF 1992, OF
THE CITY OF BEDFORD, VIRGINIA, IN THE MAXIMUM AMOUNT OF
\$3,000,000 AND PROVIDING FOR THE FORM, DETAILS AND
PAYMENT THEREOF**

WHEREAS, The City of Bedford, Virginia (the "City"), desires to close the existing City landfill and open a new landfill to be located adjacent to the City's wastewater treatment facility (the "Project"), and to borrow money for such purpose and issue the City's waste management general obligation bonds therefore; and

WHEREAS, the City has applied to the Virginia Resources Authority ("VRA"), for

the purchase of the City's waste management general obligation bonds in the maximum amount of \$3,000,000 and VRA has agreed to do so from the proceeds of its Solid Waste Disposal System Revenue Bonds, 1992 Series B (the "VRA Bonds"), and pursuant to a Loan Agreement to be dated November 1, 1992, between VRA and the City (the "Loan Agreement"), the form of which has been presented to this meeting;

BE IT ORDAINED BY THE COUNCIL OF THE CITY OF BEDFORD, VIRGINIA;

1. Authorization of Issuance and Sale of Bonds. It is determined to be necessary and expedient for the City to undertake the Project and to borrow money for such purpose and to issue the City's general obligation bonds therefor. Pursuant to the Constitution and statutes of the Commonwealth of Virginia, including the Public Finance Act of 1991 and the City Charter, the City Council authorizes the issuance and sale to VRA of waste management general obligation bonds of the City in the maximum amount of \$3,000,000 to provide funds to pay costs of the Project.

2. Authorization of Loan Agreement. The form of the Loan Agreement submitted to this meeting is approved. The City Manager is authorized to execute the Loan Agreement in substantially such form, with such completions, omissions, insertions and changes not inconsistent with this ordinance as may be approved by the City Manager, whose approval shall be evidenced conclusively by the execution and delivery thereof. The issuance and sale of the bonds to VRA shall be upon the terms and conditions of the Loan Agreement. All capitalized terms used but not defined herein shall have the same meaning set forth in the Loan Agreement.

3. Bond Details. The Bonds shall be designated "Waste Management General Obligation Bonds, Series of 1992" (the "Bonds"), shall be numbered R-1 upward, shall be dated the date of delivery thereof and shall be in a maximum amount of \$3,000,000 and shall mature in installments commencing in the years 1994 and ending in 2012. The City authorizes the issuance and sale of the Bonds to VRA on terms as shall be satisfactory to the Mayor and the City Manager; provided, however, that the Bonds shall have a "true" or "Canadian" interest cost not to exceed 7.0% per year; shall be subject to optional redemption at a premium not to exceed 102%; and shall be sold to VRA at a price not less than 95%. The City further authorizes the Mayor and the City Manager to (a) reduce the principal amount of the Bonds, (b) establish the maturity schedule for the Bonds in such manner as the Mayor and City Manager shall determine to be in the best interest of the City, and (c) establish the years for the serial maturities and term maturities for the Bonds. Following the sale of the Bonds, the Mayor and the City Manager shall file a certificate with the Clerk of the Council setting forth the final terms and purchase price of the Bonds. The actions of the Mayor and the City Manager in selling the Bonds shall be conclusive, and no further action shall be necessary on the part of the City. As set forth in the Loan Agreement, the City agrees to pay such "late charges" and other charges as provided therein. The principal of and premium, if any, and interest on the Bonds shall be payable in lawful money of the United States of America.

4. Payment of Bonds. The principal of and premium, if any, and interest on the Bonds shall be payable, and the Bonds shall be subject to redemption, as set forth in the Bonds and the Loan Agreement.

5. Pledge of Full Faith and Credit. The full faith and credit of the City are irrevocably pledged for the payment of the principal of and premium, if any, and interest on the Bonds. Unless other funds are lawfully available and appropriated for timely payment of the Bonds, the Council shall levy and collect an annual ad valorem tax, over and above all

other taxes authorized or limited by law, on all locally taxable property in the City sufficient to pay when due the principal of and premium, if any, and interest on the Bonds.

6. Execution and Form of Bonds. The Bonds shall be signed by the manual or facsimile signature of the Mayor or the Vice Mayor, shall be attested by the manual or facsimile signature of the Clerk of the City Council, and the City's seal shall be affixed thereon; provided, however, that if both such signatures are facsimiles, no Bond shall be valid until it has been authenticated by the manual signature of the Registrar or an authorized officer or employee of the Registrar and the date of the authentication noted thereon. The Bonds shall be in substantially the form of Exhibit A attached hereto, with such completions, omissions, insertions, and changes not inconsistent with this ordinance as may be approved by the officers signing the Bond, which approval shall be evidenced conclusively by the execution and delivery of the Bonds.

7. Preparation of Printed Bonds. Upon request of all of the registered owners and upon presentation of all of the Bonds at the office of the Registrar, the City shall arrange to have prepared, executed and delivered in exchange as soon as practicable Bonds in printed form in an aggregate principal amount equal to the unpaid principal of the Bonds in typewritten form, in denominations of \$5,000 and multiples thereof, of the same form and maturities and registered in such names as requested by the registered owners or their duly authorized attorneys or legal representatives. The typewritten Bonds surrendered in any such exchange shall be canceled.

8. Registration and Transfer of Bonds. The City appoints its Treasurer as registrar (the "Registrar") for the Bonds. The Registrar shall maintain registration books for the registration of the Bonds. Upon surrender of any Bond at the office of the Registrar, together with an assignment duly executed by the registered owner or its duly authorized attorney or legal representative in such form as shall be satisfactory to the Registrar, the City shall execute and deliver in exchange a new Bond or Bonds having an equal aggregate principal amount, of the same form and maturity, bearing interest at the same rates, and registered in such name as requested by the then registered owner or its duly authorized attorney or legal representative. Any such exchange shall be at the expense of the City, except that the Registrar may charge the person requesting such exchange the amount of any tax or other governmental charge required to be paid with respect thereto.

The Registrar shall treat the registered owner as the person or entity exclusively entitled to payment of principal, premium, if any, and interest, and the exercise of all other rights and powers of the owner, except that interest payments shall be paid to the person or entity shown as owner on the registration books on the 15th day of the month preceding each interest payment date.

9. Mutilated, Lost or Destroyed Bonds. If any Bond has been mutilated, lost or destroyed, the City shall execute and deliver a new Bond of like date and tenor in exchange and substitution for, and upon cancellation of, such mutilated Bond or in lieu of and in substitution for such lost or destroyed Bond; provided, however, that the City shall so execute and deliver only if the registered owner has paid the reasonable expenses and charges of the City in connection therewith and, in the case of a lost or destroyed Bond, (a) has filed with the City evidence satisfactory to the City Treasurer that such Bond was lost or destroyed and (b) has furnished to the City Treasurer satisfactory indemnity.

10. Preparation and Delivery of Bonds. The Mayor or the Vice Mayor and the Clerk of the City Council are authorized and directed to take all proper steps to have the Bonds prepared and executed in accordance with their terms and to deliver the Bonds to VRA as the purchaser thereof upon receipt of the purchase price from VRA as set forth in the Loan Agreement.

11. Arbitrage Covenants. The City covenants that it shall not take or omit to take any action the taking or omission of which will cause the Bonds to be "arbitrage bonds," within the meaning of Section 148 of the Internal Revenue Code of 1986, as amended, including regulations applicable to the Bonds (the "Code"), or otherwise cause interest on the Bonds to be includable in the gross income for federal income tax purposes of the registered owners thereof under existing law. Without limiting the generality of the foregoing, the City shall comply with any provision of law that may require the City at any time to rebate to the United States any part of the earnings derived from the investment of the gross proceeds of the Bonds, unless the City receives an opinion of nationally recognized bond counsel that such compliance is not required to prevent interest on the Bonds from being included in the gross income for federal income tax purposes of the registered owners thereof under existing law. The City shall pay any such required rebate from its legally available general funds.

12. Non-Arbitrage Certificate and Elections. Such officers of the City as may be requested are authorized and directed to execute appropriate certificates setting forth the expected use and investment of the proceeds of the Bonds and any elections such officers deem desirable regarding rebate of earnings to the United States, for purposes of complying with Section 148 of the Code. Such certificates and elections shall be in such form as may be requested by the City's bond counsel.

13. Private Activity Bond Covenant. The City covenants that it shall not permit the proceeds of the Bonds to be used in any manner that would result in (a) 5% or more of such proceeds being used in any trade or business carried on by any person other than a governmental unit, as provided in Section 141(b) of the Code, (b) 5% or more of such proceeds being used with respect to any output facility (other than a facility for the furnishing of water), within the meaning of Section 141 (b) (4) of the Code, or (c) 5% or more of such proceeds being used directly or indirectly to make or finance loans to any person other than a governmental unit, as provided in Code Section 141(c) of the Code; provided, however, that if the City receives an opinion of nationally recognized bond counsel that compliance with any such covenant is not required to prevent the interest on the Bonds from being includable in the gross income for federal income tax purposes of the registered owners thereof under existing law, the City need not comply with such covenant.

14. Official Statement. The City authorizes and consents to the inclusion of information with respect to the City contained in VRA's Preliminary Official Statement and VRA's Official Statement in final form, both prepared in connection with the sale of the VRA Bonds.

15. Filing of Ordinance. The Clerk of the City Council, in collaboration with the City Attorney, is authorized and directed to see to the immediate filing of a certified copy of this ordinance with the Circuit Court of the City of Bedford.

16. Other Actions. All other actions of City officials in conformity with the purposes and intent of this ordinance and in furtherance of the issuance and sale of the Bonds are ratified, approved and confirmed. The City officials are authorized and directed to execute and deliver all certificates and other instruments considered necessary or desirable in connection with the issuance, sale and delivery of the Bonds pursuant to this ordinance and the Loan

Agreement.

17. Repeal of Conflicting Ordinances. All ordinances, resolutions or parts thereof in conflict with this ordinance are repealed.

18. Effective Date. This ordinance shall take effect immediately.

The City Manager stated that the Property Committee met to consider alternatives for disposing of the house located on the site purchased by the City for the new landfill. The Property Committee is recommending that Council approve "Alternative #1", which would be to have the house moved to a city-owned lot, and then the City would sell the house.

Councilman Tharp moved that Council accept the recommendation of the Property Committee. The motion was seconded by Councilman Otey, voted upon and carried.

The City Manager stated that Section 51.5-47 of the Code of Virginia requires every city to establish, either singly or in combination with other political subdivisions, a local disability services board by November 1, 1992. Mr. Gross indicated that these boards are being set up to provide input to state agencies on the needs and priorities of persons with physical and sensory disabilities, to provide information and resource referral to local governments regarding the Americans with Disabilities Act, and to provide other assistance and advice as requested. Mr. Gross stated that in order to implement these local, multi-jurisdictional boards, they must be formally organized under the provisions of Section 15.1-21 of the Code of Virginia, along with an adopting resolution from each governing body.

The Clerk of the Council read aloud the following proposed resolution:

RESOLUTION

WHEREAS, Section 51.5-47 of the Code of Virginia provides for the establishment of a Disability Services Board; and

WHEREAS, it is the desire of the City Council of the City of Bedford, Virginia, to establish a Board, with the intent of implementing the provisions of Section 51.5-47 of the Code of Virginia;

NOW, THEREFORE, BE IT RESOLVED that there be established by the City Council of the City of Bedford, Virginia, in conjunction with local governments of the Counties of Amherst, Appomattox, Bedford and Campbell and the City of Lynchburg, Virginia, the Disability Services Board of Central Virginia to be composed of a maximum of fifteen members, who shall be appointed by the Boards of Supervisors and the City Councils of the participating jurisdictions.

Initially, two members shall be appointed from each of the participating jurisdictions and one from the Central Virginia Planning District Commission for a total of thirteen members.

One third of the members for a three-year period from November 1, 1992, one third of the members for a two-year period from November 1, 1992, and one third of the members for

a one-year period from November 1, 1992.

The term of each member of the Board after initial staggered terms shall be for three years, except that vacancies shall be filled for the balance of an unexpired term.

Councilman Tharp moved that the resolution be adopted. The motion was seconded by Councilman Brookshier, voted upon and carried by the following roll call vote:

Councilwoman Grahame	absent
Councilman Otey	aye
Councilman Rice	aye
Councilman Tharp	aye
Vice Mayor Vest	aye
Councilman Brookshier	aye
Mayor Shelton	aye

On motion by Councilman Brookshier, seconded by Councilman Rice, voted upon and carried, the following individuals were appointed to the Disability Services Board:

Barry W. Thompson, Assistant to the City Manager, to a two-year term, said term to expire October 31, 1994, and Mr. Ivey Whitehurst to a one-year term, said term to expire October 31, 1993.

On motion by Vice Mayor Vest, seconded by Councilman Otey, voted upon and carried by a roll call vote, Council adjourned into executive session for consultation with legal counsel and staff regarding Bedford County's annexation suit. Roll call vote follows:

Councilman Otey	aye
Councilman Rice	aye
Councilman Tharp	aye
Vice Mayor Vest	aye
Councilman Brookshier	aye
Councilwoman Grahame	absent
Mayor Shelton	aye

Council adjourned into executive session at 7:50 p.m. Non-council members attending were: City Manager Gross, City Attorney Berry, and Clerk of Council Hatcher.

Council reconvened into open session at 8:20 p.m.

The Clerk of Council read aloud the following proposed resolution:

BE IT RESOLVED that the Council of the City of Bedford hereby certifies that, to the best of each member's knowledge, (1) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the executive meeting to which this certification resolution applies, and (2) only such public business matters as were identified in the motion convening the executive meeting were heard, discussed or considered by the Council.

Councilman Rice moved that the resolution be adopted. The motion was seconded by Councilman Tharp, voted upon and carried by the following roll call vote:

Councilman Rice	aye
Councilman Tharp	aye
Vice Mayor Vest	aye
Councilman Brookshier	aye
Councilwoman Grahame	absent
Councilman Otey	aye
Mayor Shelton	aye

On motion by Vice Mayor Vest, seconded by Councilman Tharp, voted upon and carried, five members voting aye, one member voting nay (Rice), and one member absent, the following items were added to the agenda:

Viewing of Video About Bedford - Prepared by Appalachian Power Company

Discussion of Proposed Meals and Transient Occupancy Tax

Vice Mayor Vest stated that the Finance Committee has met regarding a meals and transient occupancy tax. The Vice Mayor stated that the Finance Committee is recommending that this be adopted, using the following timetable: public hearing on November 10, 1992; discussion of this at the Council retreat on November 14; and possible Council action on November 24, 1992.

Councilman Rice stated his concern of items being added to the agenda after executive session.

Council viewed the video prepared by Appalachian Power Company.

Mayor Shelton adjourned the meeting at 8:40 p.m.

